

Jeffrey A. Lamken (admitted *Pro Hac Vice*)
MOLOLAMKEN LLP
The Watergate, Suite 500
600 New Hampshire Avenue, N.W.
Washington, D.C. 20037
Telephone: (202) 556-2000
Facsimile: (202) 556-2001
jlamken@mololamken.com

Justin M. Ellis (admitted *Pro Hac Vice*)
Ryan Yeh (admitted *Pro Hac Vice*)
MOLOLAMKEN LLP
430 Park Avenue
New York, NY 10022
Telephone: (212) 607-8160
Facsimile: (212) 607-8161
jellis@mololamken.com
ryeh@mololamken.com

Jeff Prostok (SBN 16352500)
FORSHEYPROSTOK LLP
777 Main Street, Suite 1550
Fort Worth, TX 76102
Telephone: (817) 877-8855
jprostok@forsheyprostok.com

Adam C. Harris (admitted *Pro Hac Vice*)
Douglas Koff (admitted *Pro Hac Vice*)
Ned S. Schodek (admitted *Pro Hac Vice*)
SCHULTE ROTH & ZABEL LLP
919 Third Avenue
New York, NY 10022
Telephone: (212) 756-2253
Facsimile: (202) 593-5955
adam.harris@srz.com
douglas.koff@srz.com
ned.schodek@srz.com

Douglas S. Mintz (admitted *Pro Hac Vice*)
SCHULTE ROTH & ZABEL LLP
901 Fifteenth Street, N.W., Suite 800
Washington, D.C. 20005
Telephone: (202) 729-7482
douglas.mintz@srz.com

Counsel to Invictus Global Management, LLC

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION**

In re:

Tuesday Morning Corporation, et al.,¹

Debtors.

Chapter 11

Case No. 23-90001

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Tuesday Morning Corporation (8532); TMI Holdings, Inc. (6658); Tuesday Morning, Inc. (2994); Friday Morning, LLC (3440); Days of the Week, Inc. (4231); Nights of the Week, Inc. (7141); and Tuesday Morning Partners, Ltd. (4232). The location of the Debtors' service address is 6250 LBJ Freeway, Dallas, TX 75240.

Invictus Global Management, LLC,

Appellant,

v.

TASCR Ventures CA, LLC; TASCR Ventures, LLC; TM21, LLC; Official Committee of Unsecured Creditors; Fred Hand; Marc Katz; Paul Metcalf; and Tensile Capital Management LP, et al.,

Appellees.

Case No. 4:23-cv-00280-O

APPELLANT INVICTUS GLOBAL MANAGEMENT, LLC'S DESIGNATION OF ITEMS TO BE INCLUDED IN THE RECORD ON APPEAL AND STATEMENT OF ISSUES TO BE PRESENTED PURSUANT TO RULE 8009 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE

Appellant Invictus Global Management, LLC (the “**Appellant**” or “**Invictus**”), pursuant to Rule 8009 of the Federal Rules of Bankruptcy Procedure, hereby files the following *Designation of Items To Be Included in the Record on Appeal and Statement of Issues To Be Presented*² in the above-captioned bankruptcy case (Case No. 23-90001), and respectfully requests that the Bankruptcy Clerk prepare and transmit the record to the District Clerk of the United States District Court for the Northern District of Texas for the appeal (Case No. 4:23-cv-00280-O).³

² Per Rule 8009(a)(1)(B) of the Federal Rules of Bankruptcy Procedure, the designation of items to be included in the record on this appeal were originally due on March 31, 2023. On March 30, 2023, the district court stayed this appeal for two weeks. See Order Granting Joint Motion To Stay, *Invictus Global Management, LLC v. TASCR Ventures CA, LLC, et al.*, No. 4:23-cv-00280-O (N.D. Tex. Mar. 30, 2023), ECF No. 7. On April 14, 2023, the district court extended the briefing deadlines until April 28, 2023. See No. 4:23-cv-00280-O, ECF No. 9. Because the district court’s latest extension order did not address record designations, and out of an abundance of caution, Invictus is filing its designation on April 14, 2023.

³ On March 17, 2023, Invictus filed a notice of appeal [Docket No. 520] and motion for leave to appeal [Docket No. 521] related to the Reconsideration Order [Docket No. 401] and another order, the New DIP Order [Docket No. 407]. At the request of the Clerk’s office, that one notice was refiled as two distinct notices, one for each appealed order. The notice of appeal for this appeal,

DESIGNATION OF ITEMS TO BE INCLUDED IN THE RECORD ON APPEAL

1. *Order Granting in Part, and Continuing in Part, Motions To Vacate or Reconsider Interim Postpetition Financing Order* [Docket No. 401] (the “**Reconsideration Order**”) entered by the United States Bankruptcy Court for the Northern District of Texas on March 6, 2023;
 2. *Interim Order (I) Authorizing the Debtors To (A) Use Cash Collateral on a Limited Basis, and (B) Obtain Postpetition Financing on a Secured, Superpriority Basis; (II) Granting Adequate Protection; (III) Scheduling a Final Hearing; and (IV) Granting Related Relief* [Docket No. 407] (the “**New DIP Order**”) entered by the United States Bankruptcy Court for the Northern District of Texas on March 7, 2023;
 3. *Notice of Appeal* [Docket No. 520] filed by Appellant on March 17, 2023;
 4. *Memorandum Establishing Finality Under 28 U.S.C. §158(a)(1) of Orders Reconsidering the Invictus DIP Order and Granting the New DIP Order and Motion in the Alternative for Leave To Appeal Those Orders Under 28 U.S.C. §158(a)(3)* [Docket No. 521] filed by Appellant on March 17, 2023;
 5. *Amended Notice of Appeal* [Docket No. 559] filed by Appellant on March 20, 2023, appealing the Reconsideration Order;
 6. Docket Sheet for Bankruptcy Case No. 23-90001; and
- 7–139. Each of the additional documents and items designated below (as described in the Docket Sheet for Bankruptcy Case No. 23-90001):

<u>Designation No.</u>	<u>Docket No.</u>	<u>Date</u>	<u>Description</u>
7.	1	02/14/23	(19 pgs) Non-individual Chapter 11 Voluntary Petition. Fee Amount \$1738. Filed by Tuesday Morning Corporation.
8.	36	02/14/23	(223 pgs) Debtors’ Emergency Motion for Entry of Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363 and 364 (I) Authorizing Debtors

which relates to the Reconsideration Order, was filed at Docket No. 559. The separate notice of appeal for the New DIP Order was filed at Docket No. 562, and that appeal is docketed as *Invictus Global Management, LLC v. Tuesday Morning Corporation, et al.*, No. 4:23-cv-00281-O (N.D. Tex.). Because of the overlapping issues in the two appeals, Invictus is submitting substantially the same record designation for both appeals.

			To (A) Use Cash Collateral on a Limited Basis, and (B) Obtain Postpetition Financing on a Secured, Superpriority Basis, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing, and (IV) Granting Related Relief filed by Debtor Tuesday Morning Corporation.
9.	37	02/14/23	(4 pgs) Notice of hearing on Emergency First Day Matters scheduled for February 15, 2023, filed by Debtor Tuesday Morning Corporation.
10.	38	02/14/23	(313 pgs; 14 docs) Witness and Exhibit List filed by Debtor Tuesday Morning Corporation. (Attachments: #1 Exhibit 3; #2 Exhibit 4; #3 Exhibit 5; #4 Exhibit 6; #5 Exhibit 7; #6 Exhibit 8; #7 Exhibit 9; #8 Exhibit 10; #9 Exhibit 11; #10 Exhibit 12; #11 Exhibit 13; #12 Exhibit 14; #13 Exhibit 15).
11.	39	02/14/23	(3 pgs) Notice of Appearance and Request for Notice by Elizabeth Nicolle Boydston filed by Creditor Invictus Global Management, LLC.
12.	45	02/15/23	(68 pgs) Declaration of Dell Young in Support of the Debtors' Chapter 11 Petitions and First Day Motions filed by Debtor Tuesday Morning Corporation.
13.	47	02/15/23	(3 pgs) Witness and Exhibit List for the Hearing on February 15, 2023 filed by Creditor Tensile Capital Management LP.
14.	53	02/15/23	(840 pgs; 14 docs) Declaration filed by Creditor Wells Fargo Bank, National Association (Attachments: #1 Exhibit A; #2 Exhibit B; #3 Exhibit C; #4 Exhibit D; #5 Exhibit E; #6 Exhibit F; #7 Exhibit G; #8 Exhibit H; #9 Exhibit I; #10 Exhibit J; #11 Exhibit K; #12 Exhibit L; #13 Exhibit M).
15.	55	02/15/23	(30 pgs) Objection to Docket No. 36 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Creditor Wells Fargo Bank, National Association.
16.	65	02/15/23	(24 pgs) Declaration of Andrew Berger in Support of First Day Motions filed by Debtor Tuesday Morning Corporation.

17.	77	02/15/23	(7 pgs) Objection to Docket No. 36 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Creditor TM21 LLC.
18.	105	02/16/23	(61 pgs; 2 docs) Notice of Redline of Interim DIP Order filed by Debtor Tuesday Morning Corporation (Attachment: #1 Redline of Interim DIP Order).
19.	112	02/16/23	(177 pgs) Interim Order (I) Authorizing Debtors To (A) Use Cash Collateral on a Limited Basis, and (B) Obtain Postpetition Financing on a Secured, Superpriority Basis, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing, and (IV) Granting Related Relief.
20.	214	02/21/23	Transcript re: hearing held February 15, 2023 re: Excerpt – Judge's Ruling.
21.	215	02/21/23	Transcript re: hearing held February 15, 2023 re: First Day Motions.
22.	216	02/21/23	Transcript re: hearing held February 16, 2023 re: First Day Motions.
23.	217	02/21/23	(2 pgs) Notice of hearing re: Docket Nos. 26 and 36 scheduled for March 2, 2023, filed by Debtor Tuesday Morning Corporation.
24.	228	02/22/23	(5 pgs) Objection to Docket No. 36 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Creditor Plano Independent School District, et al.
25.	253	02/23/23	(4 pgs) Objection to Docket No. 36 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Tarrant County, Tom Green CAD, Victoria County.
26.	266	02/24/23	(4 pgs) Objection to Docket No. 36 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Creditor Tensile Capital Management LP.
27.	267	02/24/23	(6 pgs) Objection to Docket No. 36 Debtors' Emergency Motion for Entry of Interim and Final

			Orders filed by Creditor Parker Central Plaza, Ltd.
28.	268	02/24/23	(96 pgs; 4 docs) Objection to Docket No. 36 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Railhead Associates, L.L.C.; Greenberg Gibbons, Brixmor Operating Partnership LP; C.E. John Company, Inc.; Deutsche Asset & Wealth Management; Federal Realty OP LP; Firewheel, LLC; MP Northglenn LLC; Macarthur Park, LP; NNN Ponte Vedra FL Owner LP; Plaza Santa Fe Owner LLC; Pride Center Co., LLC; So-Southampton, LLC; Vestar California XVII, L.L.C.; WPW Limited Partnership; West Valley Properties, Inc. (Attachments: #1 Exhibit 1; #2 Exhibit 2; #3 Exhibit 3).
29.	270	02/24/23	(214 pgs) Objection to Docket No. 36 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Brookfield Properties Retail, Inc; Kite Realty Group, L.P.; NewMark Merrill Companies; Nuveen Real Estate; Regency Centers, L.P.; Shopcore Properties, L.P.
30.	277	02/27/23	(10 pgs) Objection to Docket No. 36 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by U.S. Trustee.
31.	278	02/27/23	(7 pgs) Objection to Docket No. 36 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Levin Family Properties; Johnstown Plaza, LLC.
32.	279	02/27/23	(4 pgs) Witness and Exhibit List in connection with all matters scheduled for the hearing to be held on March 2, 2023, filed by TASCR Ventures CA, LLC; TASCR Ventures, LLC; TM21 LLC.
33.	280	02/27/23	(13 pgs) Objection to Docket No. 36 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by TASCR Ventures CA, LLC; TASCR Ventures, LLC; TM21 LLC.
34.	281	02/27/23	(5 pgs) Objection to Docket No. 36 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Creditor c/o Keith Langley LDG, Inc.

35.	282	02/27/23	(9 pgs) Motion To Vacate or Alternatively Reconsider Docket No. 112 Interim Order filed by TASCR Ventures CA, LLC; TASCR Ventures, LLC; TM21 LLC.
36.	283	02/27/23	(3 pgs) Witness and Exhibit List filed by Brixmor Operating Partnership LP; C.E. John Company, Inc.; Deutsche Asset & Wealth Management; Federal Realty OP LP, Firewheel, LLC; Greenberg Gibbons, MP; Northglenn LLC; Macarthur Park, LP; NNN Ponte Vedra FL Owner LP; Plaza Santa Fe Owner LLC; Pride Center Co., LLC; Railhead Associates, L.L.C.; So-Southampton, LLC; Vestar California XVII, L.L.C.; WPW Limited Partnership; West Valley Properties, Inc.
37.	284	02/28/23	(2 pgs) Withdrawal (Limited) re: Docket Nos. 36, 42, and 43 filed by Debtor Tuesday Morning Corporation.
38.	285	02/28/23	(2 pgs) Emergency Notice of hearing (Status Conference) re: Docket No. 36 scheduled for February 28, 2023, filed by Debtor Tuesday Morning Corporation.
39.	293	02/28/23	(4 pgs) Witness and Exhibit List for Hearing on March 2, 2023 filed by Brookfield Properties Retail, Inc; Kite Realty Group, L.P.; NewMark Merrill Companies; Nuveen Real Estate; Regency Centers, L.P.; Shopcore Properties, L.P.
40.	294	02/28/23	(2 pgs) Witness and Exhibit List for March 2, 2023 Hearing filed by Creditor Parker Central Plaza, Ltd.
41.	295	02/28/23	(3 pgs) Objection to Docket No. 36 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Creditor Peter C. Bollinger 2003 LLC.
42.	304	03/01/23	(4 pgs) Notice of hearing re: Docket No. 282 scheduled for March 2, 2023, filed by TASCR Ventures CA, LLC; TASCR Ventures, LLC; TM21 LLC re: Docket No. 282 Motion To Vacate or Alternatively Reconsider the Interim Order.
43.	309	03/01/23	(2 pgs) Order continuing hearing re: Docket Nos. 26, 36, 42, 43, and 282 to March 3, 2023.

44.	310	03/02/23	(114 pgs; 2 docs) Debtors' Emergency Motion for Entry of Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363 and 364: (I) Authorizing the Debtors to (A) Use Cash Collateral on a Limited Basis, and (B) Obtain Postpetition Financing on a Secured, Superpriority Basis; (II) Granting Adequate Protection; (III) Scheduling a Final Hearing; and (IV) Granting Related Relief filed by Debtor Tuesday Morning Corporation (Attachment: #1 Proposed Interim Order).
45.	314	03/02/23	(3 pgs) Emergency Notice of hearing re: Docket Nos. 26, 36, 42, 43, 282, 310, 316, and 317 scheduled for March 3, 2023, filed by Debtor Tuesday Morning Corporation.
46.	315	03/02/23	Transcript re: hearing held February 28, 2023.
47.	321	03/02/23	(359 pgs; 10 docs) Witness and Exhibit List for March 3, 2023 Hearing filed by Debtor Tuesday Morning Corporation. (Attachments: #1 Exhibit 1; #2 Exhibit 2; #3 Exhibit 4; #4 Exhibit 5; #5 Exhibit 7; #6 Exhibit 8; #7 Exhibit 9; #8 Exhibit 10; #9 Exhibit 11).
48.	322	03/02/23	(2004 pgs; 23 docs) Witness and Exhibit List filed by Creditor Wells Fargo Bank, National Association. (Attachments: #1 Exhibit A; #2 Exhibit B; #3 Exhibit C; #4 Exhibit D; #5 Exhibit E; #6 Exhibit F; #7 Exhibit G; #8 Exhibit H; #9 Exhibit I; #10 Exhibit J; #11 Exhibit K; #12 Exhibit L; #13 Exhibit M; #14 Exhibit N; #15 Exhibit O; #16 Exhibit P; #17 Exhibit Q; #18 Exhibit T; #19 Exhibit U; #20 Exhibit V; #21 Exhibit W; #22 Exhibit X).
49.	324	03/02/23	(3 pgs) Witness and Exhibit List filed by Creditor Tensile Capital Management LP.
50.	332	03/02/23	(2 pgs) Notice Letter to Judge Morris re: Docket Nos. 112, 282, and 310 filed by Creditor Invictus Global Management, LLC; Other Professional Invictus Special Situations Master I, L.P.
51.	333	03/02/23	(9 pgs) Motion to reconsider Docket No. 112 filed by Creditor Committee Official Committee of Unsecured Creditors.

52.	334	03/02/23	(4 pgs) Motion for expedited hearing re: Docket No. 333 Motion To Reconsider filed by Creditor Committee Official Committee of Unsecured Creditors.
53.	342	03/02/23	(10 pgs) Declaration of Andrew Berger filed by Debtor Tuesday Morning Corporation.
54.	344	03/02/23	(3 pgs) Notice of hearing re: Docket No. 333 scheduled for March 3, 2023, filed by Creditor Committee Official Committee of Unsecured Creditors.
55.	345	03/02/23	(3 pgs) Order granting motion for expedited hearing re: Docket No. 333.
56.	346	03/02/23	(3 pgs) Witness and Exhibit List for March 3, 2023 Hearing filed by Creditor Committee Official Committee of Unsecured Creditors.
57.	347	03/02/23	(5 pgs) Witness and Exhibit List in connection with all matters scheduled for the hearing to be held on March 3, 2023 filed by TASCR Ventures CA, LLC; TASCR Ventures, LLC; TM21 LLC.
58.	349	03/02/23	(219 pgs) Objection to Docket No. 310 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Brookfield Properties Retail, Inc; Kite Realty Group, L.P.; NewMark Merrill Companies; Nuveen Real Estate; Regency Centers Corp; Shopcore Properties, L.P.
59.	350	03/02/23	(6 pgs) Joinder of Management JSC Noteholders to Docket No. 282 TASCR Parties Motion To Vacate or Alternatively Reconsider the Interim Order (I) Authorizing Debtors To (A) Use Cash Collateral on a Limited Basis, and (B) Obtain Postpetition Financing on a Secured Superpriority Basis, (II) Granting Adequate Protections, (III) Scheduling a Final Hearing, and (IV) Granting Related Relief filed by Creditor Management JSC Noteholders.
60.	351	03/02/23	(6 pgs) Motion To Reconsider Docket No. 112 filed by Creditor Management JSC Noteholders.
61.	352	03/02/23	(4 pgs) Objection to Docket No. 310 Debtors'

			Emergency Motion for Entry of Interim and Final Orders filed by Creditor Management JSC Noteholders.
62.	353	03/02/23	(5 pgs) Response opposed to Docket No. 310 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by TASCR Ventures CA, LLC; TASCR Ventures, LLC; TM21 LLC.
63.	358	03/02/23	(164 pgs; 2 docs) Notice of DIP Credit Agreement filed by Debtor Tuesday Morning Corporation (Attachment: #1 Exhibit 6 - DIP Credit Agreement).
64.	359	03/02/23	(5 pgs) Joinder of Tensile Capital Management LP to the Docket No. 282 Motions To Vacate the Interim Invictus DIP Order filed by Creditor Tensile Capital Management LP.
65.	360	03/02/23	(2 pgs) Response opposed to Docket No. 310 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Creditor 6250 Lyndon B Johnson Fwy, Dallas, TX 75240 - BP, LLC.
66.	361	03/02/23	(146 pgs; 3 docs) Notice of Revisions to Proposed Interim DIP Order filed by Debtor Tuesday Morning Corporation (Attachments: #1 Clean Copy of Revised Interim DIP Order; #2 Redline Copy of Revised Interim DIP Order).
67.	364	03/02/23	(4 pgs) Objection to Docket No. 310 Debtors' Emergency Motion for Entry of Interim and Final Orders/Reservation of Rights of the Official Committee of Unsecured Creditors to Docket No. 310 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Creditor Committee Official Committee of Unsecured Creditors.
68.	367	03/03/23	(31 pgs; 9 docs) Witness and Exhibit List for March 3, 2023 Hearing filed by Creditor Invictus Global Management, LLC (Attachments: #1 Exhibit C; #2 Exhibit D; #3 Exhibit E; #4 Exhibit F; #5 Exhibit G; #6 Exhibit H; #7 Exhibit I; #8 Exhibit J). [UNREDACTED VERSION FILED UNDER SEAL IN BANKRUPTCY COURT]
69.	368	03/03/23	(32 pgs; 3 docs) Emergency Motion for Entry of an

			Order Enforcing Docket No. 112 Interim DIP Order and Compelling Performance of Obligations with Respect Thereto filed by Creditor Invictus Global Management, LLC (Attachments: #1 Exhibit A; #2 Exhibit B). [UNREDACTED VERSION FILED UNDER SEAL IN BANKRUPTCY COURT]
70.	369	03/03/23	(14 pgs) Limited Objection to Docket No. 310 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Creditor Invictus Global Management, LLC.
71.	370	03/03/23	(13 pgs) Omnibus Objection to Motions for Reconsideration filed by Creditor Invictus Global Management, LLC.
72.	384	03/03/23	(3 pgs) Notice of hearing re: Docket No. 333 scheduled for April 7, 2023, filed by Creditor Committee Official Committee of Unsecured Creditors.
73.	398	03/03/23	(1 pg) Notice of hearing re: Docket No. 351 scheduled for April 7, 2023.
74.	399	03/03/23	(1 pg) Notice of hearing re: Docket No. 368 scheduled for April 7, 2023.
75.	400	03/05/23	Transcript re: hearing held 03/03/2023 before Judge Edward L. Morris re: Motions.
76.	404	03/06/23	(4 pgs) Notice of hearing re: Docket No. 282 scheduled for April 7, 2023, filed by TASCR Ventures CA, LLC; TASCR Ventures, LLC; TM21 LLC.
77.	405	03/06/23	(150 pgs; 3 docs) Notice of Revised Proposed Interim DIP Order filed by Debtor Tuesday Morning Corporation (Attachments: #1 Proposed Interim DIP Order (CLEAN); #2 Proposed Interim DIP Order (REDLINE)).
78.	406	03/06/23	(78 pgs; 2 docs) Notice of Filing of Invictus DIP Lenders and Invictus DIP Agent Comments to 1903 Interim DIP Order filed by Creditor Invictus Global Management, LLC (Attachment: #1 Exhibit A: Invictus Comments to Interim Order).

79.	419	03/08/23	(4 pgs) Notice of hearing re: Docket No. 368 scheduled for April 7, 2023 filed by Creditor Invictus Global Management, LLC.
80.	426	03/09/23	(3 pgs) Notice of hearing re: Docket No. 351 scheduled for April 7, 2023, filed by Creditor Management JSC Noteholders.
81.	439	03/10/23	(16 pgs; 3 docs) Objection to Docket No. 368 Invictus Global Management, LLC's Emergency Motion filed by Creditor Committee Official Committee of Unsecured Creditors (Attachments: #1 Exhibit A; #2 Exhibit B).
82.	441	03/12/23	(8 pgs; 2 docs) Objection to Docket No. 368 Invictus Global Management, LLC's Emergency Motion filed by Debtor Tuesday Morning Corporation (Attachment: #1 Exhibit A).
83.	450	03/13/23	(9 pgs; 3 docs) The Official Committee of Unsecured Creditors' Motion To Seal a Certain Exhibit in Support of Its Objection to Invictus Global Management, LLC's Request for Reimbursement of Fees and Expenses Filed by Creditor Committee Official Committee of Unsecured Creditors (Attachments: #1 Exhibit 1; #2 Proposed Order).
84.	452	03/14/23	Order granting motion to file exhibits under seal re: Docket No. 450.
85.	454	03/14/23	Sealed Engagement Agreement Between Invictus and Global Restructuring Advisors, LLC filed by Creditor Committee Official Committee of Unsecured Creditors. [FILED UNDER SEAL IN BANKRUPTCY COURT]
86.	469	03/15/23	(6 pgs) Joinder of Debtors and the Official Committee of Unsecured Creditors' Objection to Invictus Global Management, LLC's Request for Reimbursement of Fees and Expenses filed by TASCR Ventures CA, LLC; TASCR Ventures, LLC; TM21 LLC.
87.	476	03/16/23	(204 pgs; 4 docs) Witness and Exhibit List for Final DIP Hearing on March 21, 2023 filed by Brookfield Properties Retail, Inc.; Kite Realty Group, L.P.; NewMark Merrill Companies; Nuveen Real Estate;

			Regency Centers Corp.; Shopcore Properties, L.P. (Attachments: #1 Exhibit A: List of Leased Premises and Stub Rent Amounts; #2 Exhibit B; #3 Exhibit C).
88.	478	03/16/23	(7 pgs) Objection to Docket No. 310 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Creditor LDG, Inc.
89.	483	03/16/23	(5 pgs) Objection to Docket No. 310 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Creditor Lewisville Towne Crossing, LLC.
90.	485	03/16/23	(219 pgs) Limited Objection of Certain Landlords to Docket No. 310 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Brookfield Properties Retail, Inc.; Kite Realty Group, L.P.; NewMark Merrill Companies; Nuveen Real Estate; Regency Centers Corp.; Shopcore Properties, L.P.
91.	486	03/16/23	(96 pgs; 4 docs) Objection to Docket No. 310 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Brixmor Operating Partnership LP; C.E. John Company, Inc.; Deutsche Asset & Wealth Management; Federal Realty OP LP; Firewheel, LLC; Greenberg Gibbons; MP Northglenn LLC; Macarthur Park, LP; NNN Ponte Vedra FL Owner LP; Plaza Santa Fe Owner LLC; Pride Center Co., LLC; Railhead Associates, L.L.C.; So-Southampton, LLC; Vestar California XVII, L.L.C.; WPW Limited Partnership; West Valley Properties, Inc. (Attachments: #1 Exhibit 1; #2 Exhibit 2; #3 Exhibit 3).
92.	487	03/16/23	(3 pgs) Limited Objection to Docket No. 310 Debtors Motion for Entry of Final DIP Financing and Use of Cash Collateral filed by Creditor Parker Central Plaza, Ltd.
93.	489	03/16/23	(33 pgs) Objection to Docket No. 310 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Creditor Invictus Global Management, LLC.
94.	491	03/16/23	(18 pgs; 4 docs) Declaration of Liz Boydston in Support of Invictus Global Management, LLC's

			Objection to 1903 DIP filed by Creditor Invictus Global Management, LLC (Attachments: #1 Exhibit A: Text; #2 Exhibit B: Termination Notice 2/28; #3 Exhibit C: Termination Notice 3/2).
95.	492	03/16/23	(3 pgs) Witness and Exhibit List for the Hearing on March 17, 2023 filed by Creditor Tensile Capital Management LP.
96.	493	03/16/23	(6 pgs) Declaration of Amit Patel in Support of Invictus Global Management LLC's Objection to 1903 Final DIP filed by Creditor Invictus Global Management, LLC.
97.	495	03/16/23	(5 pgs) Objection and Joinder to Docket No. 310 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Creditor Kimco Realty Corporation.
98.	499	03/16/23	(32 pgs) Amended Objection to Docket No. 310 Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Creditor Invictus Global Management, LLC.
99.	506	03/16/23	(748 pgs; 19 docs) Witness and Exhibit List filed by Debtor Tuesday Morning Corporation (Attachments: #1 Exhibit A; #2 Exhibit B; #3 Exhibit C; #4 Exhibit D; #5 Exhibit E; #6 Exhibit G; #7 Exhibit H; #8 Exhibit I; #9 Exhibit J; #10 Exhibit K; #11 Exhibit L; #12 Exhibit M; #13 Exhibit N; #14 Exhibit O; #15 Exhibit P; #16 Exhibit Q; #17 Exhibit R; #18 Exhibit S).
100.	512	03/17/23	(6 pgs) Amended Declaration of Amit Patel in Support of Amended Objection of Invictus Global Management, LLC's Objection to Final 1903 DIP filed by Creditor Invictus Global Management, LLC.
101.	523	03/17/23	(4 pgs) Witness and Exhibit List in connection with all matters scheduled for hearing on March 21, 2023 filed by TASCR Ventures CA, LLC; TASCR Ventures, LLC; TM21 LLC.
102.	525	03/17/23	(4 pgs) Witness and Exhibit List filed by Creditor Invictus Global Management, LLC.

103.	532	03/20/23	(4 pgs) Witness and Exhibit List for March 21, 2023 Hearings at 9:30 a.m. and 1:30 p.m. filed by Creditor Committee Official Committee of Unsecured Creditors. [DECLARATION OF PAUL NAVID, PROVINCE, INC. FILED UNDER SEAL IN BANKRUPTCY COURT].
104.	534	03/20/23	(8 pgs) Agenda for Hearing scheduled on March 21, 2023, filed by Debtor Tuesday Morning Corporation.
105.	536	03/20/23	(3 pgs) Witness and Exhibit List for March 21, 2023 Hearing at 9:30 A.M. and 1:30 P.M. filed by 1903 Partners, LLC, 1903P Loan Agent, LLC.
106.	537	03/20/23	(4 pgs) Witness and Exhibit List in connection with all matters scheduled for hearing on March 21, 2023 at 1:30 pm filed by TASCR Ventures CA, LLC; TASCR Ventures, LLC; TM21 LLC.
107.	538	03/20/23	(541 pgs; 3 docs) Emergency Motion for Continuance of the March 21, 2023 Hearing on Debtors' Emergency Motion for Entry of Interim and Final Orders filed by Creditor Invictus Global Management, LLC (Attachments: #1 Exhibit A; #2 Exhibit B).
108.	540	03/20/23	(1207 pgs; 26 docs) Amended Witness and Exhibit List for March 21, 2023 Hearings filed by Debtor Tuesday Morning Corporation (Attachments: #1 A; #2 B; #3 C; #4 D; #5 E; #6 G; #7 H; #8 I; #9 J; #10 K; #11 L; #12 M; #13 N; #14 O; #15 P; #16 Q; #17 R; #18 S; #19 U; #20 V; #21 W; #22 X; #23 Y; #24 Z; #25 AA).
109.	553	03/20/23	(3 pgs) Emergency Notice of Hearing on Invictus Global Management LLC's Emergency Motion for Continuance of the March 21, 2023, Hearing filed by Creditor Invictus Global Management, LLC.
110.	554	03/20/23	(3 pgs) Combined Witness and Exhibit List for the Hearings on March 21, 2023 filed by Creditor Tensile Capital Management LP.
111.	574	03/20/23	(10 pgs) Response opposed to Docket No. 489 Invictus Global Management, LLC's Objection filed by Creditor Wells Fargo Bank, National Association.

112.	575	03/20/23	(161 pgs; 7 docs) Amended Witness and Exhibit List filed by Creditor Invictus Global Management, LLC (Attachments: #1 Exhibit A; #2 Exhibit 2; #3 Exhibit 3; #4 Exhibit 4; #5 Exhibit 5; #6 Exhibit 6).
113.	578	03/21/23	(155 pgs; 4 docs) Notice of Proposed Second Interim DIP Order filed by Debtor Tuesday Morning Corporation (Attachments: #1 Exhibit A - Clean Order; #2 Exhibit B - Redline Order; #3 Exhibit C - Budget).
114.	606	03/21/23	Transcript re: hearing held March 17, 2021.
115.	652	03/23/23	(5 pgs) Mediation Order.
116.	672	03/28/23	Transcript re: hearing held March 21, 2023.
117.	683	03/29/23	(2 pgs) Notice of hearing re: Docket Nos. 310 and 538 scheduled for April 4, 2023 filed by Debtor Tuesday Morning Corporation.
118.	696	03/30/23	(92 pgs; 7 docs) Amended Witness and Exhibit List for March 30 Hearing filed by Debtor Tuesday Morning Corporation (Attachments: #1 A; #2 B; #3 C; #4 D; #5 E; #6 F).
119.	722	03/31/23	(6 pgs) Witness and Exhibit List filed by Creditor Wells Fargo Bank, National Association.
120.	724	03/31/23	(895 pgs; 9 docs) Witness and Exhibit List for April 4, 2023 Hearing filed by Debtor Tuesday Morning Corporation (Attachments: #1 A; #2 B; #3 C; #4 D; #5 E; #6 F; #7 G; #8 H).
121.	726	03/31/23	(4 pgs) Witness and Exhibit List for April 4, 2023 Hearings filed by Creditor Committee Official Committee of Unsecured Creditors.
122.	728	03/31/23	(203 pgs; 4 docs) Witness and Exhibit List for Final DIP Hearing on April 4, 2023 filed by Brookfield Properties Retail, Inc; Kite Realty Group, L.P.; NewMark Merrill Companies; Nuveen Real Estate; Regency Centers Corp; Shopcore Properties, L.P. (Attachments: #1 Exhibit A; #2 Exhibit B; #3 Exhibit C).

123.	729	03/31/23	(160 pgs; 7 docs) Witness and Exhibit List for Hearings Set for April 4, 2023 filed by Creditor Invictus Global Management, LLC (Attachments: #1 Exhibit 1; #2 Exhibit 2; #3 Exhibit 3; #4 Exhibit 4; #5 Exhibit 5; #6 Exhibit 6).
124.	730	03/31/23	(1 pg) Witness and Exhibit List for Hearings on April 4, 2023 filed by Corbin Capital Partners, L.P.; Tensile Capital Management LP.
125.	731	03/31/23	(3 pgs) Witness and Exhibit List for Hearings on April 4, 2023 filed by Corbin Capital Partners, L.P.; Tensile Capital Management LP.
126.	738	04/03/23	(3 pgs) Witness and Exhibit List filed by 1903 Partners, LLC; 1903P Loan Agent, LLC.
127.	740	04/03/23	(5 pgs) Witness and Exhibit List in connection with all matters scheduled for the hearing to be held on April 4, 2023 filed by TASCR Ventures CA, LLC; TASCR Ventures, LLC; TM21 LLC.
128.	743	04/03/23	(154 pgs; 6 docs) Amended Witness and Exhibit List for Hearings Set for April 4, 2023 filed by Creditor Invictus Global Management, LLC (Attachments: #1 Exhibit 1; #2 Exhibit 2; #3 Exhibit 3; #4 Exhibit 4; #5 Exhibit 5).
129.	744	04/03/23	(3 pgs; 2 docs) Notice of Proposed Final DIP Budget filed by Debtor Tuesday Morning Corporation (Attachment: #1 Exhibit K - Proposed Final DIP Budget).
130.	745	04/03/23	(3 pgs; 2 docs) Amended Notice of Proposed Final DIP Budget filed by Debtor Tuesday Morning Corporation (Attachment: #1 Exhibit K - Proposed Final DIP Budget).
131.	746	04/03/23	(158 pgs; 3 docs) Notice of Proposed Final DIP Order filed by Debtor Tuesday Morning Corporation (Attachments: #1 Exhibit I - Proposed Final DIP Order CLEAN; #2 Exhibit J - Proposed Final DIP Order REDLINE).
132.	748	04/04/23	Declaration of Jason Rae in Support of Objections and Motions of the TASCR Parties at Doc. Nos. 77, 282,

			289, 353, and 489 filed by TASCR Ventures CA, LLC; TASCR Ventures, LLC; TM21 LLC.
133.	771	04/06/23	(408 pgs) Final Order (I) Authorizing the Debtors To (A) Use Cash Collateral on a Limited Basis, and (B) Obtain Postpetition Financing on a Secured, Superiority Basis; (II) Granting Adequate Protection; (III) Scheduling a Final Hearing; and (IV) Granting Related Relief.
134.	803	04/07/23	Transcript re: hearing held April 4, 2023.
135.	807	04/10/23	(42 pgs; 2 docs) Emergency Motion other Relief from This Court's Mediation Order and To Limit or Deny Invictus Global Management, LLC's Right To Credit Bid Filed by Creditor Committee Official Committee of Unsecured Creditors (Attachment: #1 Exhibit A).
136.	817	04/11/23	(2 pgs) Order Setting Emergency Hearing on Committee's Emergency Motion.
137.	820	04/11/23	(4 pgs) Notice of hearing filed by Creditor Committee Official Committee of Unsecured Creditors.
138.	833	04/11/23	Hearing held and continued. Continued hearing to be held on 4/13/2023 at 01:30 PM.
139.			Transcript re: hearing held March 30, 2023 – copy requested.

STATEMENT OF ISSUES TO BE PRESENTED

1. Whether, in entering Paragraph 1 of the Reconsideration Order, the bankruptcy court erred in vacating those parts of Invictus's prior DIP order that barred the Debtors from obtaining new postpetition financing or granting new security interests, where Invictus relied on the prior DIP order in extending financing to the Debtors, where the Debtors refused to comply with those terms of the prior DIP order that allowed them to take out new postpetition financing if they repaid Invictus's DIP obligations, and where the bankruptcy court never found that Invictus had acted in bad faith.
2. Whether the bankruptcy court erred in issuing the New DIP Order, given that any new postpetition financing or associated security interests were barred by Invictus's prior DIP order and given that Paragraph 1 of the Reconsideration Order was entered in error.

Dated: April 14, 2023

Respectfully submitted,

/s/ Jeff Prostok

Jeff Prostok (SBN 16352500)
FORSHEYPROSTOK LLP
777 Main Street, Suite 1550
Fort Worth, TX 76102
Telephone: (817) 877-8855
jprostok@forsheyprostok.com

Jeffrey A. Lamken (admitted *Pro Hac Vice*)
MOLOLAMKEN LLP
The Watergate, Suite 500
600 New Hampshire Avenue, N.W.
Washington, D.C. 20037
Telephone: (202) 556-2000
Facsimile: (202) 556-2001
jlamken@mololamken.com

Justin M. Ellis (admitted *Pro Hac Vice*)
Ryan Yeh (admitted *Pro Hac Vice*)
MOLOLAMKEN LLP
430 Park Avenue
New York, NY 10022
Telephone: (212) 607-8160
Facsimile: (212) 607-8161
jellis@mololamken.com
ryeh@mololamken.com

Adam C. Harris (admitted *Pro Hac Vice*)
Douglas Koff (admitted *Pro Hac Vice*)
Ned S. Schodek (admitted *Pro Hac Vice*)
SCHULTE ROTH & ZABEL LLP
919 Third Avenue
New York, NY 10022
Telephone: (212) 756-2253
Facsimile: (202) 593-5955
adam.harris@srz.com
douglas.koff@srz.com
ned.schodek@srz.com

Douglas S. Mintz (admitted *Pro Hac Vice*)
SCHULTE ROTH & ZABEL LLP
901 Fifteenth Street, N.W., Suite 800
Washington, D.C. 20005
Telephone: (202) 729-7482
douglas.mintz@srz.com

Counsel to Invictus Global Management, LLC

CERTIFICATE OF SERVICE

I certify that, on April 14, 2023, a true and correct copy of this motion was served by ECF on all counsel of record.

/s/ Jeff Prostok
Jeff Prostok